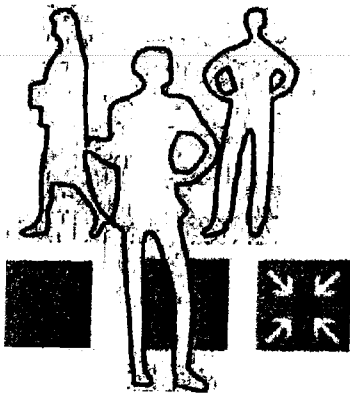


Affirmation of Jason Habinsky

Exhibit

I



Performance Management Form 2006

Name: Philip Fei
Department: Human Resources
Overall performance assessment: C

Performance Management
Status: Pending Appraisal Discussion

Employee Information

Employee: Philip Fei
Position: Manager Manager
Business Unit: Human Resources
Department Head: Lisa Carro

Supervisor/Appraiser: Linda Shirley
Additional Reviewers:
Assessment Period: 01/2006 - 12/2006
Author: Philip Fei

A. 2006 SMART Objectives/Achievement**SMART - Objectives**

(to be set at the beginning of the review period)

- S - Specific
- M - Measurable
- A - Agreed
- R - Realistic
- T - Time related

Achievement

(to be completed at the end of the review period)

Achievement relative to objectives set, using the following scale

- (A) Did not achieve
- (B) Partially achieved
- (C) Achieved
- (D) Exceeded
- (E) Substantially exceeded
- (N/A) Not applicable (add comments)

Key Result Area	Critical Weighting (total 100%)	SMART - Objectives	Achievement (A-E)	Comments on Achievement
Staff/Management	%			
Clients (internal and external)	40%	Respond to questions/requests from employees and other HR staff members in a timely and professional manner.	D	I have many good feedbacks from employees, internal and external auditors, and vendors.
Projects	10%	Continue to support the completion of SAP related projects. Investigate the feasibility of implementing Ceridian's web based payroll and ESS and linking to SAP's ESS tool. Identify ways to reduce turnaround time for Payroll reports. Participate on project to evaluate the effectiveness of the WestLB Admin Inc Holding Company. Lead and/or support other HR Projects as needed.	D	Finished assigned projects on time, as well as assisted others in completion of LLC, Mellon JV projects, and new global secondment policy, etc.
P & L	50%	On-going processes include: 1) SAP data maintenance; 2) biweekly and monthly payroll; 3) various payroll related reports; and 4) up-to-date maintenance of written procedures and documentation to keep it current at all times. Identify ways to improve automation and reduce report turnaround time.	D	Produced accurate and on time paychecks to all biweekly and monthly employees. Produced various reports for benefits and auditing purposes.
Processes/Tasks specific to the position	%			
Overall Achievement of Objectives			D	What I did in WestLB excelled in many ways of a conventional payroll manager's role.

SMART Objectives (Appraiser)

Key Result Area	Critical Weighting (total 100%)	SMART Objectives for 2006	Achievement (A-E)	Comments on Achievement
Staff/Management	%			
Clients (Internal and external)	30%	Respond to questions/requests from employees and other HR staff members in a timely and professional manner.	C	See Comments under Client Focus
Projects	20%	Continue to support the completion of SAP related projects. Investigate the feasibility of implementing Ceridian's web based payroll and ESS and linking to SAP's ESS tool. Identify ways to reduce turnaround time for Payroll reports. Participate on project to evaluate the effectiveness of the WestLB Admin Inc Holding Company. Lead and/or support other HR Projects as needed.	D	Philip provided valuable input into his assigned projects. He did a good job working with Ceridian despite the fact that the Reps kept leaving and 3 different Reps were assigned to WestLB last year. Philip also went to the DR site one Saturday to Gregg to test the payroll systems. This was a last minute request and he changed

Processes/Tasks specific to the position	50%	On-going processes include: 1) SAP data maintenance; 2) biweekly and monthly payroll; 3) various payroll related reports; and 4) up-to-date maintenance of written procedures and documentation to keep it current at all times. Identify ways to improve automation and reduce report turnaround time.	C	his plans to attend. Phillip has been in his job for [REDACTED] and has a solid understanding of payroll. Generally, he is fairly accurate, however, we have identified some process issues with the benefits deductions and will identify ways to improve this aspect of the process.
P & L	%			
Overall Achievement of Objectives			C	

B. Skills and Behaviour Assessment

In relevant situations was observed to be:

Unsatisfactory	Still in need of improvement	Overall good performance	Very good performance	Outstanding performance	Not observable
A	B	C	D	E	N/O*

1. Client Focus

Puts effort into understanding client requirements (internal/external) and developing strong relationships aimed at providing effective services.

☐ A ☐ B ☐ C ☒ D ☐ E ☐ N/O

- 1.1 Builds and maintains strong client relationships by showing responsiveness, interest and reliability
- 1.2 Consistently delivers business opportunities/high quality solutions within agreed deadlines.
- 1.3 Achieves credibility with clients by demonstrating a sound knowledge of their area of expertise.
- 1.4 Accurately assesses clients' requirements, preferences and concerns and adapts their approach accordingly.
- 1.5 Adapts own approach to appeal to a particular client, taking account of a client's ideas and strategy when presenting views.

Additional Comments:

Internal clients:

Provided knowledge and expertise to employees who came to me for payroll/tax/benefits/expat questions, calculations, opinions. Assisted Internal auditors and successfully past the annual audit. Helped out-pats with their new compensation/payroll calculations, sat down with Nancy Becker, Oliver d'Oelsnitz, Gregory Faranello, Susan Portes, Susana Vivares, Julianne Uebel, Terence Mark, and John Geremia to discuss their compensation packages before their overseas assignments. I am proud to say that I have happy and satisfied clients.

External clients:
Builds and maintains a good client relationship with Ceridian, Ceridian Tax Filing, Vanguard, Benefit Resources, KPMG, and PWC. Consistently and effectively communicate with these clients for business opportunities and quality solutions.

1. Client Focus (Appraiser)

Puts effort into understanding client requirements (internal/external) and developing strong relationships aimed at providing effective services.

☐ A ☐ B ☒ C ☐ D ☐ E ☐ N/O

- 1.1 Builds and maintains strong client relationships by showing responsiveness, interest and reliability
- 1.2 Consistently delivers business opportunities/high quality solutions within agreed deadlines.
- 1.3 Achieves credibility with clients by demonstrating a sound knowledge of their area of expertise.
- 1.4 Accurately assesses clients' requirements, preferences and concerns and adapts their approach accordingly.
- 1.5 Adapts own approach to appeal to a particular client, taking account of a client's ideas and strategy when presenting views.

Additional Comments:

For the most part, Phillip is responsive to employee requests/questions. However, there have been a few conflicts with employees over their paychecks that should have handled more effectively. As I discussed with Phillip, he needs to remember to keep calm and professional with these employees and extract himself from the situation before it escalates. Regarding external clients, Phillip has done a good job of maintaining relationships with his external vendors i.e. KPMG, Ceridian.

2. Team Work and Co-operation

Works co-operatively with colleagues both within own business unit and across the WestLB Group

☐ A ☐ B ☐ C ☒ D ☐ E ☐ N/O

- 2.1 Builds and maintains good working relationships with colleagues across the WestLB Group in order to generate superior solutions for clients or make the most of business opportunities.
- 2.2 Communicates information clearly and concisely, taking account of recipients' requirements.
- 2.3 Involves (and collaborates) with other colleagues/teams, readily exchanges ideas, knowledge and expertise.
- 2.4 Shows commitment beyond own area of responsibility, proactively supporting others.
- 2.5 Takes a constructive approach to offering feedback and resolving conflict quickly.

Additional Comments:

Across WestLB Group:

Builds and maintains good working relationships with colleagues in Dusseldorf HR/Payroll, London HR/Payroll, Hong Kong HR/Payroll, and Japan/Chile/Brazil/Mexico HR/Payroll. Communicate and collaborate with them for both inbound and outbound expats payroll and HR related issues. Within own business unit:
Provided consistent communication/feed back/opinions with supervisors to generate superior solutions for clients. Take a constructive approach to offering feedback and resolving issues, such as LLC and Mellon JV project, and Wen Shiau matters.
Constantly provide constructive feedback to Natalie Henriquez regarding expats, and their contracts. Reviewing, coordinating and implementing our new global expat policies.
Provided reports for benefits and auditing purposes for Holly and Gregg, even on weekends and on vacation.

Involves and collaborate with Gregg Rieber regarding WestLB's time off/payment policy and procedures.

2. Team Work and Co-operation (Appraiser)

Works co-operatively with colleagues both within own business unit and across the WestLB Group

☐ A ☐ B ☒ C ☐ D ☐ E ☐ N/O

- 2.1 Builds and maintains good working relationships with colleagues across the WestLB Group in order to generate superior solutions for clients or make the most of business opportunities.
- 2.2 Communicates information clearly and concisely, taking account of recipients' requirements.
- 2.3 Involves (and collaborates) with other colleagues/teams, readily exchanges ideas, knowledge and expertise.
- 2.4 Shows commitment beyond own area of responsibility, proactively supporting others.
- 2.5 Takes a constructive approach to offering feedback and resolving conflict quickly.

Additional Comments:

Philip needs to remember to treat all of his co-workers like clients. At times, he is not as responsive to requests from other members of the team as needed which delays their ability to get their projects done in a timely manner. Going forward, he should work to establish stronger working relationships with his peers. There were a couple of times during the year when Philip need to go above and beyond such as the last minute requests from Gregg Rieber regarding the Benefits reports that were needed and his efforts were very much appreciated. I would like to see Philip be more proactive in volunteering for additional projects or to help other members of the team when needed.

3. Results Orientation

Demonstrates initiative, focus and commitment to achieving the best results for the business.

☐ A ☐ B ☐ C ☒ D ☐ E ☐ N/O

- 3.1 Readily takes personal responsibility for tasks and decisions.
- 3.2 Demonstrates focus and commitment to achieve the best result/business opportunities for the client and WestLB Group.
- 3.3 Takes prompt action to deal with problems as they arise.
- 3.4 Retains motivation and effectiveness in challenging circumstances.
- 3.5 Pays attention to detail and accuracy when completing tasks.

Additional Comments:

I strive to be an outstanding payroll manager, and I know for my job accuracy and on time are the keys. I always pay attention to the detail that resulted on time and accurate biweekly and monthly paychecks.

I came on Sunday 1/8 to entering new hires and new benefits deduction data for the first payroll of the year.
I went to Jersey City Disaster Recovery Site on Saturday 4/22, which I had to put aside my personal pre-arranged engagement.
I worked on Sundays for running reports for Gregg/Milliman.
I take additional responsibilities regarding SAP data entry that has many new procedures being implemented this year.
On top of this, I also produced on time and accurate payroll related reports for Frank Canuto's accounting, Gregg Rieber's benefits, Vanguard's 401k plan, Benefit Resource's QTE plan, Ceridian's tax filing. Often times I had to complete all these tasks within a limited time frame.

3. Results Orientation (Appraiser)

Demonstrates initiative, focus and commitment to achieving the best results for the business.

☐ A ☐ B ☒ C ☐ D ☐ E ☐ N/O

- 3.1 Readily takes personal responsibility for tasks and decisions.
- 3.2 Demonstrates focus and commitment to achieve the best result/business opportunities for the client and WestLB Group.
- 3.3 Takes prompt action to deal with problems as they arise.
- 3.4 Retains motivation and effectiveness in challenging circumstances.
- 3.5 Pays attention to detail and accuracy when completing tasks.

Additional Comments:

Philip has done a good job of getting the biweekly and monthly payrolls done in a timely manner. For the most Philip is very accurate, however, there have been a couple of mistakes that have occurred. We will be reviewing our processes going forward to ensure that these are prevented in the future.

1. Analysis and Judgement

Demonstrates sound judgement in analyzing information and evaluating situations.

☐ A ☐ B ☐ C ☒ D ☐ E ☐ N/O

- 1.1 Demonstrates a logical thorough approach to analysing information, situations or issues.
- 1.2 Evaluates risk as well as potential benefits when making decisions.
- 1.3 Makes sound judgements when weighing up complex issues, making decisions, formulating solutions for clients.
- 1.4 Makes appropriate use of industry knowledge and prior experience.

Additional Comments:

Philip has done a good job of getting the biweekly and monthly payrolls done in a timely manner. For the most Philip is very accurate, however, there have been a couple of mistakes that have occurred. We will be reviewing our processes going forward to ensure that these are prevented in the future.

Constantly provide knowledge and expertise to managers and colleagues regarding complex compensation, tax, benefits, and expatriate issues. Provided analysis for the Ceridian Web Based Payroll, LLC and Mellon JV project, and new global expat policy. Provided expert opinion to the managers regarding the proper handling the return of the retention bonus, which avoided potential losses to WestLB.

4. Analysis and Judgement

Demonstrates sound judgement in analyzing information and evaluating situations.

☐ A ☐ B ☒ C ☐ D ☐ E ☐ N/O

- 4.1 Demonstrates a logical thorough approach to analyzing information, situations or issues.
- 4.2 Evaluates risk as well as potential benefits when making decisions.
- 4.3 Makes sound judgements when weighing up complex issues; making decisions, formulating solutions for clients.
- 4.4 Makes appropriate use of industry knowledge and prior experience.

Additional Comments:

Phillip is very organized and is good at analyzing data in a methodical manner. He is always able to retrieve his backup data when questions arise i.e. during audits.

5. Business Awareness

Maintains awareness of the business context.

☐ A ☐ B ☐ C ☒ D ☐ E ☐ N/O

- 5.1 Maintains a good understanding of the banking industry, markets and market trends.
- 5.2 Demonstrates knowledge of the WestLB Group's strategy, structure, products, clients and business issues.
- 5.3 Draws on up-to-date knowledge of the WestLB Group's processes and procedures.
- 5.4 Considers an individual task or deal in the wider context of the Bank's strategy.

Additional Comments:

I strive to be the best payroll manager and beyond. I continue to research and study with the new "Global Payroll Management" book in order to keep up with the globalization of our banking industry.

5. Business Awareness (Appraiser)

Maintains awareness of the business context.

☐ A ☐ B ☒ C ☐ D ☐ E ☐ N/O

- 5.1 Maintains a good understanding of the banking industry, markets and market trends.
- 5.2 Demonstrates knowledge of the WestLB Group's strategy, structure, products, clients and business issues.
- 5.3 Draws on up-to-date knowledge of the WestLB Group's processes and procedures.
- 5.4 Considers an individual task or deal in the wider context of the Bank's strategy.

Additional Comments:

6. Professional Skills

Keeps up-to-date with the technical skills and knowledge required to perform the role.

☐ A ☐ B ☐ C ☒ D ☐ E ☐ N/O

- 6.1 Applies up-to-date technical knowledge accurately in performing the role.
- 6.2 Invests time and effort in developing own expertise and knowledge around areas specific to their role (e.g. accounting, economics, financial matters, markets, industry trends, legal issues).
- 6.3 Demonstrates a practical and up-to-date knowledge of the relevant regulatory environment.
- 6.4 Is able to influence others by presenting yourself and ideas/information clearly and succinctly in a well-structured format.

Additional Comments:

regularly attend KPMG sponsored Roundtable Series regarding International Assignment, Global Mobility, Immigration and Taxes. I attended Ceridian's 2006 Insights, and gained in depth knowledge of product specific issues and solutions. I self studied the books purchased from American Payroll Association on weekends and vacation, and successfully past the exam and become a Certified Payroll Professional. Most importantly, I am able to use the knowledge and expertise gained from above mentioned activities on my daily job.

6. Professional Skills (Appraiser)

Keeps up-to-date with the technical skills and knowledge required to perform the role.

☐ A ☐ B ☐ C ☒ D ☐ E ☐ N/O

- 6.1 Applies up-to-date technical knowledge accurately in performing the role.
- 6.2 Invests time and effort in developing own expertise and knowledge around areas specific to their role (e.g. accounting,

economics, financial matters, markets, industry trends, legal issues).

6.3 Demonstrates a practical and up-to-date knowledge of the relevant regulatory environment.

6.4 Is able to influence others by presenting yourself and ideas/information clearly and succinctly in a well-structured format.

Additional Comments:

Philip continually tries to broaden his knowledge of Payroll. This year he successfully passed the Payroll Certification. As he mentioned, he also attended various KPMG seminars and Ceridian's Insight conference. He also works closely with KPMG to determine the appropriate way to handle payroll related matters.

7. Leadership

7.1 Strategy and Business Focus

Is forward-looking and innovative, creating a vision and climate that combine new ideas and commercial awareness to achieve success for clients and the Bank.

☐ A ☐ B ☒ C ☐ D ☐ E ☐ N/O

7.2 Influence and Inspiration

Influences the direction of the business by inspiring others and gaining their trust and support through open communication - seeking to create win-win situations.

☐ A ☐ B ☒ C ☐ D ☐ E ☐ N/O

7.3 Leading Collaboration

Creates a strong team spirit - actively promoting success through collaboration, both within the team and across cultural and organisational boundaries.

☐ A ☐ B ☒ C ☐ D ☐ E ☐ N/O

7.4 Judgement and Responsibility

Takes responsibility for decisions and actions, demonstrating sound judgement and leading by example; acting with confidence, commitment and a sense of urgency to ensure effective execution.

☐ A ☐ B ☐ C ☒ D ☐ E ☐ N/O

7.5 Development and Recognition

Builds a strong, highly motivated team - recognising strengths, celebrating success and developing capability.

☐ A ☐ B ☒ C ☐ D ☐ E ☐ N/O

Additional Comments:

I am a forward thinking, self motivated individual who believes in leading by good example; trusts and support people through sound communication to create win-win situations; recognizes people of their strengths and qualities to achieve their best and highest potential. I can and am ready for more responsibilities which can be self-fulfilling and rewarding both to myself and the bank. I also appreciate the support and guidance Linda Shirley has been giving to me from time to time.

Overall Assessment of Skills and Behaviour

D

7. Leadership (Appraiser)

7.1 Strategy and Business Focus

Is forward-looking and innovative, creating a vision and climate that combine new ideas and commercial awareness to achieve success for clients and the Bank.

☐ A ☐ B ☐ C ☐ D ☐ E ☒ N/O

7.2 Influence and Inspiration

Influences the direction of the business by inspiring others and gaining their trust and support through open communication - seeking to create win-win situations.

☐ A ☐ B ☐ C ☐ D ☐ E ☒ N/O

7.3 Leading Collaboration

Creates a strong team spirit - actively promoting success through collaboration, both within the team and across cultural and organisational boundaries.

☐ A ☐ B ☐ C ☐ D ☐ E ☒ N/O

7.4 Judgement and Responsibility

Takes responsibility for decisions and actions, demonstrating sound judgement and leading by example; acting with confidence, commitment and a sense of urgency to ensure effective execution.

☐ A ☐ B ☒ C ☐ D ☐ E ☐ N/O

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7.5 Development and Recognition

Builds a strong, highly motivated team - recognising strengths, celebrating success and developing capability.

☐ A ☐ B ☐ C ☐ D ☐ E ☒ N/O

Additional Comments:

Overall Assessment of Skills and Behaviour

C

C. Personal Development

1. Training and Career Development

A) Please indicate progress against goals relating to professional development in 2007.

B) Identify specific developmental activities for 2007 to advance this individual's skill set including training initiatives, on-the-job stretch assignments and any other plans to aid in his/her advancement.

C) Please indicate potential career possibilities in terms of advancement within the organization, lateral opportunities, transfers, etc.

A) Continuing keeps up-to-date with the technical skills and knowledge required to excell in the payroll job, through self study, and attending various industry seminars and insights.

B) Management and leadership training.

C) I am ready and able to advance to the next level within our organization.

D. 2007 SMART Objectives

SMART Objectives for 2006

(Specific, Measurable, Agreed, Realistic and Time related)

Individual performance objectives should be set with reference to the business goals of the department. The objective setting process begins with corporate strategy and cascades throughout the organization.

Objectives should be aligned with **Key Results Area**, and each Key Results Area should be given a critical weighting.

The weightings should always total 100%.

Key Result Area	Critical Weighting (total 100%)	SMART Objectives for 2007
Staff/Management	%	
Clients (internal and external)	30%	Respond to questions/requests from employees and other HR staff members in a timely and professional manner. Develop win/win solutions where possible.
Projects	20%	With manager's approval, implementing Ceridian's web based payroll and ESS and linking to SAP's ESS tool. Implement Payroll transition to the WestLB Admin LLC Holding Company. Lead and/or support other HR Projects as needed.
Processes	50%	On-going processes include: 1) SAP data maintenance; 2) biweekly and monthly payroll; 3) various payroll related reports; and 4) up-to-date maintenance of written procedures and documentation to keep it current at all times. 5) Work with Ceridian to streamline the Benefits reporting so that it can get done in a timely manner. 6) Implement a process to improve cross checking of Payroll and SAP entries.
P & L	%	

E. Compliance Requirements

Compliance Related Matters

Compliance accountability must be an identifiable part of WestLB's corporate culture. Compliance with laws, regulations and Bank Policy is the cornerstone of our business activities. Employees must conduct their activities with integrity and in compliance with all regulatory requirements.

Has the employee satisfactorily completed all required training programs?

Yes

Does the employee's performance reflect an understanding of applicable compliance requirements?

Yes

Managers of employees who are authorized to undertake or process financial transactions are required to confirm that to the best of their belief, their staff are trustworthy and adhere to and support WestLB's compliance regulations.

Comments on Achievement

E. Compliance Requirements (Appraiser)

Compliance Related Matters

Compliance accountability must be an identifiable part of WestLB's corporate culture. Compliance with laws, regulations and Bank Policy is the cornerstone of our business activities. Employees must conduct their activities with integrity and in compliance with all regulatory requirements.

Has the employee satisfactorily completed all required training programs?

Yes

Does the employee's performance reflect an understanding of applicable compliance requirements?

Yes

Managers of employees who are authorized to undertake or process financial transactions are required to confirm that to the best of their belief, their staff are trustworthy and adhere to and support WestLB's compliance regulations.

Comments on Achievement

F. Overall Assessment and Summary

1. Overall Assessment

Make an assessment of your own overall performance in the context of the achievement of SMART objectives (Section 2) and the skills assessment (Section 3)

A = Unsatisfactory performance

B = Need for improvement

C = Overall good performance

D = Overall very good performance

E = Overall outstanding performance

Overall performance assessment: **D**

Comments:

Compared with previous years, employee turn over rate is high in 2006, which translated increased volume of data entries for new hires, terminations, and severance payments. In addition to regular bonus process, this year we also had various retention programs. Not only the retention pay checks itself had increased volumes, but also these data entries to SAP HR in various locations had been multiplied.

In 2005, we only had one employee going overseas; this year we sent nine of them, all of these required my extensive calculation on their compensation packages.

I believe I have contributed substantially to our organization, and I can foresee the added value that I am going to make in coming years.

I am able and ready to advance to the next level within our organization.

7. Overall Assessment and Summary (Appraiser)

1. Overall Assessment

Make an assessment of the appraisee's overall performance in the context of the achievement of objectives, the skills and behaviour assessment and the performance standards required for the role, using the following statements:

A = Unsatisfactory performance

B = Need for improvement

C = Overall good performance

D = Overall very good performance

E = Overall outstanding performance

Overall performance assessment: **C**

2. Summary Comments of the appraisal by the appraiser

As previously mentioned, Philip passed the Payroll Certification this year which was a great personal achievement. He has solid technical knowledge of Payroll. Philip has expressed a interest in progressing to the next level. If he is serious about this goal, than we will look for opportunities to help him develop his skills in areas such as project management, conflict management, and teamwork which are crucial aspects of leadership.

History

History